Official Form 5 (10/00)					
United States Bankruptcy Court  Northern District of California			INVOLUNTARY PETITION		
IN RE (Name of Debtor – If Individual: La	st, First, Middle)		ALL OTHER NAMES used by debtor in the last 8 years (Include		
COMPASS FUND MANAGEMENT, LLC		married, m	married, maiden, and trade names.)		
Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (If more than one, state all.)					A Committee of the Comm
STREET ADDRESS OF DEBTOR (No. an	d street, city, state, and zip code)	MAILING	MAILING ADDRESS OF DEBTOR (If different from street address)		
6122 Acacia Avenue Oakland, CA 94618					
Alemeda 94618 COUNTY OF RESIDENCE OR PRINCIPAL PLACE OF BUSINESS ZIP CODE LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR (If different to			ZIP CODE from previously listed addresses)		
	·	•			
CHAPTER OF BANKRUPTCY CODE UN	DER WHICH PETITION IS FILE  Chapter 11	ED .			
	ORMATION REGARDING	DERTOR (C	heck an	icable boxes)	
Nature of Debts	Type of Del			Nature of Busine	SS
(Check one box.)	(Form of Organi			(Check one box.)	
Petitioners believe:	☐ Individual (Includes Joint			<ul> <li>☐ Health Care Business</li> <li>☐ Single Asset Real Estate as de</li> </ul>	efined in
<ul><li>□ Debts are primarily consumer debts</li><li>□ Debts are primarily business debts</li></ul>	<ul><li>☑ Corporation (Includes LLC</li><li>☑ Partnership</li></ul>	and LLP)		11 U.S.C. § 101(51) (B)	
Debts are printarily business debts	☐ Other (If debtor is not one			□ Railroad □ Stockbroker	
	check this box and state ty	pe of entity bel	ow.)	☐ Commodity Broker	
				☐ Clearing Bank  ☑ Other	
VENUE			FILING FEE (check one box)		
		☑ Full Filing Fee attached			
place of business, or principal asset	s in the District for 180 days	-			
immediately preceding the date of		☐ Petitioner is a child support creditor or its representative, and the form specified in § 304(g) of the Bankruptcy Reform Act of			
part of such 180 days than in any o		1994 is a	1994 is attached.		
or partnership is pending in this District.			[If a child support creditor or its representative is a petitioner, and if the petitioner files the form specified in § 304(g) of the Bankruptcy Reform Act of 1994, no fee is required.]		
	NG BANKRUPTCY CASE FILI				
OR AFFILIATE OF	THIS DEBTOR (Report inform	ation for any	additio	al cases on attached sheets.)	
Name of Debtor	Case Number		Date		
See Attached Sheet					
Relationship	District		Judge	2	
ALLEGATIONS			COURT USE	ONLY	
(Check applicable boxes)					
1. Example 1. Petitioner (s) are eligible to file this petition pursuant to 11 U.S.C. § 303 (b). 2. Example 1. The debtor is a person against whom an order for relief may be entered under title 11					
of the United States Code.  3.a.  The debtor is generally not paying such debtor's debts as they become due, unless such debts are the subject of a bona fide dispute as to liability or amount;					
or					
b. Within 120 days preceding the filing of this petition, a custodian, other than a trustee receiver, or agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such					
property, was appointed or too	ok possession.				

Case No.	

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# 1 <b>\</b> ^			* 71'		

Check this box if there has been a transfer of any claim against the debtor or to any petitioner.	Attach all documents that evidence the
transfer and any statements that are required under Bankruptcy Rule 1003(a).	

REQUEST FOR RELIEF				
	rder for relief be entered against the deforeign representative appointed in a			
Petitioner(s) declare under per true and correct according to t information, and belief.	nalty of perjury that the foregoing is the best of their knowledge,			
X /s/ Khaled Salama Signature of Petitioner or Representative (State title)		x /s/ James S. Monroe Jan. 12, 2007 Signature of Attorney Date		
Roosevelt Fund, L.P. January 12, 2007 Name of Petitioner Date Signed		James Monroe Nixon Peabody LLP Name of Attorney Firm (if any)		
Name & Mailing Address:  Signing in Representative:		Two Embarcadero Center, 27 San Francisco, CA 94111-39 Address Tel: (415) 984-8200 - Facsin Telephone No.	96	
Capacity:	Its: President 336 Bon Air Center #364 Greenbrae, CA 94904	X Signature of Attorney Richard C. Pedone Nixon Peabody LLP Name of Attorney Firm (if any)  100 Summer Street Boston, MA 02110 Address Tel: (617) 345-1305 - Facsin Telephone No.	Date nile: (866) 947-1890	
x	ve (State title)	xSignature of Attorney	Date	
Name of Petitioner Date Signed Name & Mailing Address of Individual Signing in Representative Capacity		Name of Attorney Firm (If any)  Address  Telephone No.		
X		x Signature of Attorney Date		
Name of Petitioner Date Signed Name & Mailing Address of Individual Signing in Representative Capacity		Name of Attorney Firm (If any)  Address  Telephone No.		
	PETITIONIN	NG CREDITORS		
Name and Address of Petitioner: Roosevelt Fund, L.P. c/o Richard C. Pedone Nixon Peabody LLP 100 Summer Street Boston, MA 02110-2131		Nature of Claim See Addendum	Amount of Claim \$1,400,000.00 plus other unliquidated amounts. See Addendum	
Name and Address of Petitioner		Nature of Claim	Amount of Claim	
	ee petitioners, attach additional sheets wit signature under the statement and the nan above.		Amount of Claim  Total Amount of Petitioners' Claims	

## NIXON PEABODY LLP

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San Francisco, CA 94111 Telephone: (415) 984-8238 Facsimile: (415) 984-8300

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and

Richard Pedone (Pro Hac Vice - Application To Be Submitted)

100 Summer Street Boston, MA 02110-2131 Tel: (617) 345-1305 Fax: (866) 947-1890

E-Mail: rpedone@nixonpeabody.com

## UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF CALIFORNIA

	)	
In re:	)	Chapter 7
	)	
COMPASS FUND MANAGEMENT, LLC	)	Case No.:
	)	
Debtor.	)	
	)	

## ADDENDUM TO INVOLUNTARY PETITION FILED BY ROOSEVELT FUND, L.P.

This Addendum is submitted with and incorporated in the Involuntary Petition filed against the above captioned debtor (the "Debtor") by Roosevelt Fund, L.P. ("Roosevelt Fund").

On November, 22, 2006, Roosevelt Fund filed a complaint (the "Complaint") against the Debtor alleging, *inter alia*, violation of federal securities laws; breach of contact; unjust enrichment; breach of fiduciary duty; fraud; conspiracy to commit fraud; negligent misrepresentation; fraudulent conveyance; constructive fraudulent conveyance; violation of Cal. Bus. & Prof. Code §17200; constructive trust; and seeking declaratory relief, in the United States District Court for the Northern District of California (San Francisco Division) Case No. 06-7270. The Debtor has failed to answer the Complaint and is subject to default pursuant to Fed. R. Civ. P. 55. In addition, the Debtor is the subject of a complaint brought by the United States Securities and Exchange Commission in the United States District Court for the Northern District of California (San Francisco Division) Case No. 06-6966. Contemporaneously with the filing of this petition cases have also been commenced against Edward Sewon Ehee ("Ehee") who owned and/or controlled the Debtor and against Compass West Fund L.P. an entity owned and/or controlled by Ehee.

<sup>&</sup>lt;sup>1</sup> Roosevelt Fund, L.P. was previously known as A.A.G. Roosevelt Fund, L.P. and its official corporate name was previously Anira Advisory Group Roosevelt Fund, L.P.